

# **Exhibit A**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re

Gawker Media LLC, *et al.*,<sup>6</sup>

Debtors.

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:  
Chapter 11

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:  
Case No. 16-11700 (SMB)

:  
:  
(Jointly Administered)  
:  
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**CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENT FOR  
PROFESSIONALS IN RESPECT OF FINAL FEE APPLICATION OF CITRIN  
COOPERMAN & COMPANY, LLP FOR COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS  
INDEPENDENT AUDITOR AND ACCOUNTING SERVICES PROVIDER TO THE  
DEBTORS FOR THE PERIOD  
JUNE 10, 2016 THROUGH MARCH 17, 2017**

MICHAEL E. RHODES, deposes and says:

1. I am a Partner of Citrin Cooperman & Company, LLP ("Citrin"), which has an office located at 529 Fifth Avenue, New York, New York, 10017. I make this certification in connection with the final fee application (the "Final Fee Application") of Citrin, in the above-captioned debtors' (the "Debtors") chapter 11 cases.

2. I submit this certification with respect to Citrin's compliance with and pursuant to the Court's General Order M-447, the Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York adopted by the Court on November 25, 2009 (the "Local Guidelines"), and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330 adopted on January 30, 1996 (the "UST Guidelines") (collectively, and with the Order to Establish Procedures for

<sup>6</sup> The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). Gawker Media LLC and Gawker Media Group, Inc.'s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53<sup>rd</sup> Street, 33<sup>rd</sup> Floor, New York, NY 10022. Kinja Kft.'s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53<sup>rd</sup> Street, 33<sup>rd</sup> Floor, New York, NY 10022.

Interim Compensation and Reimbursement of Expenses of Professionals entered in these cases on July 13, 2016 (the "Compensation Order"), the "Guidelines").

3. In compliance with the Guidelines, I hereby certify that:

- a. I have read the Final Fee Application and am familiar with the services for which compensation is being sought that are described therein;
- b. To the best of my knowledge, information and belief, the fees and disbursements sought in the Final Fee Application are in substantial compliance with the Guidelines.
- c. The fees and disbursements sought in the Final Fee Application are billed at rates or in accordance with practice customarily employed by Citrin for similar services and generally accepted by Citrin's clients.
- d. Citrin has not made a profit with respect to expenses requested in the Application.
- e. No agreement or understanding exists between Citrin and any other non-affiliated person or persons for the sharing of compensation received or to be received for professional services rendered or in connection with these cases.
- f. Citrin has not entered into any agreement with the office of the United States Trustee, any creditor or any other party in interest, for the purpose of fixing the amount of any of the fees or other compensation allowed out of or paid from the assets of the Debtors.
- g. Copies of the Final Fee Application were provided to the appropriate parties on or about the date set for the filing of Applications by the Compensation Order.



Declarant: Michael E. Rhodes

Title: Partner

Dated: May 16, 2017